

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

JAYCO, INC.,

Plaintiff,

v.

**NATIONAL INDOOR RV CENTERS,
LLC; NIRVC-AZ, LLC; and NATIONAL
INDOOR RV CENTERS-GA, LLC,**

Defendants.

Civil Action No. 4:18-cv-256

ORIGINAL COMPLAINT FOR DECLARATORY RELIEF

Jayco, Inc., plaintiff, files this Original Complaint against Defendants National Indoor RV Centers, LLC (“NIRVC-TX”); NIRVC-AZ, LLC; and National Indoor RV Centers-GA, LLC (“NIRVC-GA”) (Defendants are collectively referred to as “National Indoor”) and, for cause of action, shows the Court as follows:

I.

INTRODUCTION

1. This action is necessitated by the repeated improper threats of Defendants designed to disrupt Jayco’s ongoing business. Defendants have made repeated allegations that Jayco has harmed them through alleged antitrust actions and suggested that Jayco must provide significant concessions to Defendants in unrelated matters in exchange for their silence and inaction. Jayco, therefore, asks the Court to declare that its actions are reasonable and not in violation of antitrust laws or, in the alternative, that Defendants have not suffered an antitrust injury for which they can recover.

II.

JURISDICTION AND VENUE

2. This Court has jurisdiction of this dispute under 15 U.S.C. § 13, *et seq.*, 28 U.S.C. § 1331, 28 U.S.C. § 2201, and 28 U.S.C. § 1332.

3. Venue is appropriate in this district under 28 U.S.C. § 1391 in that a substantial part of the events giving rise to the claim occurred in this district and because NIRVC-TX resides in this district and all Defendants are considered residents of Texas under the statute.

III.

PARTIES

4. Plaintiff Jayco, Inc. is an Indiana corporation with its principal place of business in Middlebury, Indiana.

5. Defendant National Indoor RV Centers, LLC is a Delaware limited liability company with its principal place of business in Plano, Texas. It may be served with process through its registered agent, Angelo C. Prieto, 5501 Independence Pkwy, Ste. 314, Plano, TX 75023.

6. Defendant NIRVC-AZ, LLC is an Arizona limited liability company with its principal place of business in Phoenix, Arizona. It may be served with process through its registered agent, National Registered Agents, Inc., 3800 N. Central Ave., Ste. 460, Phoenix, AZ 85012.

7. Defendant National Indoor RV Centers-GA, LLC is a Georgia limited liability company with its principal place of business in Lawrenceville, Georgia. It may be served with process through its registered agent, National Registered Agents, Inc., 289 S. Culver St., Lawrenceville, GA 30046-4805.

IV.

FACTUAL BACKGROUND

8. Jayco is one of the nation's leading designers, manufacturers, and sellers of motorhomes and other recreational vehicles ("RVs"). Jayco sells its RVs through a network of independent dealers throughout the United States. Each dealer has an assigned territory where it has the exclusive right to sell a particular product.

9. Unlike the automobile industry, where a particular dealership usually sells only one brand of cars, RV dealers usually contract with numerous manufacturers. For successful dealers, there is often significant competition among the manufacturers to be sold and featured in the dealership.

10. NIRVC-TX owns and operates multiple RV dealerships in Texas, Arizona (through NIRVC-AZ), and Georgia (through NIRVC-GA). Jayco and the NIRVC-AZ and NIRVC-GA dealerships have entered into agreements granting these dealers the exclusive rights to sell certain Jayco diesel products in parts of Georgia and Arizona. In particular, NIRVC-GA is contractually allowed to sell certain of Jayco's Entegra diesel line of products in parts of Georgia, and NIRVC-AZ is allowed to sell not only certain Entegra diesels, but also certain Jayco-branded vehicles in particular Arizona counties.

11. In May and June of 2017, Jayco sent written notices to NIRVC-GA and NIRVC-AZ terminating the Entegra Diesel Motorhome (not Jayco) dealership agreements due to National Indoor's breaches of the terms of the contract. National Indoor protested the terminations and the protests are still pending. In addition, National Indoor filed an action against Jayco – currently pending in this Court – alleging fraud, negligent misrepresentation, breach of contract, breach of warranty, and business disparagement mostly related to the termination of the dealership

agreements.

12. Within recent days, National Indoor has begun to threaten Jayco, falsely stating that Jayco has engaged in violations of the antitrust laws, mostly through various pricing agreements with one or more other Entegra dealers, and suggesting that National Indoor received unlawfully high pricing. National Indoor has threatened that Jayco's actions violate various antitrust statutes and regulations, including at least the Robinson-Patman Act, 15 U.S.C. § 13, *et seq.*, due to the fact that National Indoor claims to be charged higher prices for Entegra and perhaps other vehicle inventory than other dealers. Although Jayco strenuously denies the allegations, National Indoor has used the threat in its various discussions with Jayco as a thinly veiled threat for special treatment.

13. National Indoor's threats have created an actual controversy between the parties and is impacting Jayco's ongoing business. Not only is Jayco forced to deal with a customer with a threat hanging over the discussions, but Jayco must continue to enter into dealership agreements and pricing/rebate discussions all of its dealers at the same time National Indoor is verbally challenging the legality of same.

14. This uncertainty cannot stand.

V.

CAUSE OF ACTION

15. Jayco realleges and incorporates by reference the preceding paragraphs of this complaint as though fully set herein.

16. Under 28 U.S.C. § 2201 of the Declaratory Judgment Act, this Court is empowered to issue a declaratory judgment regarding the propriety of Jayco's conduct and Defendants' rights to complain about same.

17. An actual controversy exists between the parties as to whether Jayco has violated any antitrust statutes or regulations – including the Robinson-Patman Act – through its sales of motorhomes to National Indoor and whether National Indoor has suffered an injury due to such conduct for which it can recover.

18. Jayco, therefore, asks the Court to declare that its conduct has been proper and not violative of any antitrust laws. In the alternative, Jayco asks the Court to declare that none of the National Indoor defendants have suffered an antitrust injury for which recovery is possible.

19. As discussed above, the unresolved existence of this controversy between the parties is impacting Jayco's business and causing it hardship and uncertainty.

VI.

PRAYER FOR RELIEF

WHEREFORE, Jayco prays for relief as follows:

- A declaration that Jayco's conduct and pricing toward National Indoor is proper and not violative of antitrust laws, including the Robinson-Patman Act;
- In the alternative, a declaration that Defendants have not suffered an antitrust injury for which they can seek relief;
- Costs of court; and
- Any additional relief to which Jayco may show itself entitled.

DATED: April 12, 2018

Respectfully submitted,

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